

1 GROOM LAW GROUP, CHARTERED

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10 *Special Counsel for Debtors*
11 *and Debtors in Possession*

12 **UNITED STATES BANKRUPTCY COURT**
13 **NORTHERN DISTRICT OF CALIFORNIA**
14 **SAN FRANCISCO DIVISION**

15 **In re:**

Bankruptcy Case No. 19-30088 (DM)

16 **PG&E CORPORATION,**

Chapter 11

17 **- and -**

(Lead Case)

18 **PACIFIC GAS AND ELECTRIC**
19 **COMPANY,**

(Jointly Administered)

20 **Debtors.**

21 ☐ Affects PG&E Corporation

22 ☐ Affects Pacific Gas and Electric Company

23 ☒ Affects both Debtors

24 ** All papers shall be filed in the Lead Case*
25 *No. 19-30088 (DM).*

SEVENTH CONSOLIDATED MONTHLY
FEE STATEMENT OF GROOM LAW
GROUP, CHARTERED FOR
ALLOWANCE AND PAYMENT OF
COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR
THE PERIOD OF APRIL 1, 2020
THROUGH MAY 31, 2020

Objection Deadline: August 14, 2020 at 4:00
p.m. (Pacific Time)

To: The Notice Parties

Name of Applicant Groom Law Group, Chartered

Authorized to Provide Professional Services to: Debtors

Date of Retention: June 10, 2019 *nunc pro tunc* to January 29, 2019

Period for which compensation reimbursement is sought: April 1, 2020 through May 31, 2020

Amount of compensation sought as actual, reasonable, and necessary \$180,007.36 (80% of \$225,009.20)

Amount of expense reimbursement sought as actual, reasonable, and necessary \$0

The Groom Law Group, Chartered (“Groom” or “Applicant”), special employee benefits counsel to PG&E Corporation and Pacific Gas and Electric Company (“Debtors”), hereby submits its Seventh Monthly Consolidated Fee Statement (“Seventh Monthly Statement”)¹ for allowance and payment of compensation for professional services rendered and for

¹ Groom filed its First Consolidated Monthly Fee Statement covering the period from January 29, 2019, to July 31, 2019, on September 27, 2019 [Dkt. No. 4031]. Groom filed a Certificate of No Objection with respect to the Consolidated Monthly Fee Statement on October 21, 2019 [Dkt. No. 4350]. Groom filed its First Monthly Fee Statement covering August 2019 on December 2, 2019 [Dkt. No. 4936]. Groom filed a Certificate of No Objection with respect to the First Monthly Fee Statement on December 23, 2019 [Dkt. No. 5195]. Groom filed its Second Consolidated Monthly Fee Statement covering September and October 2019 on December 8, 2019 [Dkt. No. 5022]. Groom filed a Certificate of No Objection with respect to the Second Consolidated Monthly Fee Statement on December 30, 2019 [Dkt. No. 5225]. Groom had previously numbered its Fee Statements for individual months and its Consolidated Fee Statements separately, but at the recommendation of the Fee Examiner now numbers all of its Fee Statements consecutively, regardless of whether the Fee Statement is for an individual month or is consolidated. Groom filed its Fourth Consolidated Fee Statement on February 2, 2020 [Dkt. No. 5843]. Groom filed a Certificate of No Objection with respect to its Fourth Consolidated Fee Statement on March 12, 2020 [Dkt. No. 6269]. Groom filed its First Interim Fee Application on March 13, 2020 [Dkt. No. 6283]. Groom filed its Fifth Consolidated Fee Statement on May 1, 2020 [Dkt. No. 7047]. Groom filed a Certificate of No Objection with respect to its Fifth Consolidated Fee Statement on May 21, 2020 [Dkt. No. 7456]. Groom filed its Sixth Consolidated Fee Statement on June 24, 2020 [Dkt. No. 8097]. Groom filed a Certificate of No Objection with respect to its Sixth Consolidated Fee Statement on July 14, 2020 [Dkt. No. 8394].

1 reimbursement of actual and necessary expenses incurred for the period commencing April 1,
2 2020, through May 31, 2020 (the “Fee Period”) pursuant to *the Order Pursuant to 11 U.S.C.*
3 *§§ 331 and 105(a) and Fed. R. Bank. P. 2016 for Authority to Establish Procedures for Interim*
4 *Compensation and Reimbursement of Expenses of Professionals dated February 27, 2019* [Dkt.
5 701] (the “Interim Compensation Procedures Order”) and the *Order Appointing Fee Examiner*
6 *And Establishing Procedures For Consideration Of Requested Fee Compensation And*
7 *Reimbursement Of Expenses* [Dkt. 2267].

8
9
10 By this Monthly Statement, Groom requests allowance and payment of \$180,007.36
11 (80% of \$225,009.20) as compensation for professional services rendered to the Debtors during
12 the Fee Period.

13
14 Groom provided legal services to Debtors related to seven different matters during the
15 Fee Period. Attached hereto are the following Exhibits:

16
17 1. Matter A: Counseling re: Defined Benefit Plan

- 18 a. Exhibit A-1 is the name of each professional who performed services for one or
19 both of the Debtors in connection with these Chapter 11 cases during the Fee
20 Period and the hourly rate and total fees for each professional.
21
22 b. Exhibit A-2 is a summary of hours during the Fee Period by task.
23
24 c. Exhibit A-3 is the detailed time entries for the Fee Period.

25 2. Matter B: Counseling re: Defined Contribution Plan

- 26 a. Exhibit B-1 is the name of each professional who performed services for one or
27 both of the Debtors in connection with these Chapter 11 cases during the Fee
28 Period and the hourly rate and total fees for each professional.

- 1 b. Exhibit B-2 is a summary of hours during the Fee Period by task.
- 2 c. Exhibit B-3 is the detailed time entries for the Fee Period.
- 3
- 4 3. Matter C: Counseling re: Health and Welfare Plan
- 5 a. Exhibit C-1 is the name of each professional who performed services for one or
- 6 both of the Debtors in connection with these Chapter 11 cases during the Fee
- 7 Period and the hourly rate and total fees for each professional.
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- 9 b. Exhibit C-2 is a summary of hours during the Fee Period by task.
- 10 c. Exhibit C-3 is the detailed time entries for the Fee Period.
- 11
- 12 4. Matter D: Counseling re: Bankruptcy Matter
- 13 a. Exhibit D-1 is the name of each professional who performed services for the
- 14 Debtors in connection with these Chapter 11 cases during the Fee Period and the
- 15 hourly rate and total fees for each professional.
- 16
- 17 b. Exhibit D-2 is a summary of hours during the Fee Period by task.
- 18 c. Exhibit D-3 is the detailed time entries for the Fee Period.
- 19
- 20 5. Matter E: Counseling re: Voluntary Disability Plan
- 21 a. Exhibit E-1 is the name of each professional who performed services for the
- 22 Debtors in connection with these Chapter 11 cases during the Fee Period and the
- 23 hourly rate and total fees for each professional.
- 24
- 25 b. Exhibit E-2 is a summary of hours during the Fee Period by task.
- 26 c. Exhibit E-3 is the detailed time entries for the Fee Period.
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1 6. Matter F: Counseling re: Issues related to Executive Compensation

- 2 a. Exhibit F-1 is the name of each professional who performed services for the
3 Debtors in connection with these Chapter 11 cases during the Fee Period and the
4 hourly rate and total fees for each professional.
5 b. Exhibit F-2 is a summary of hours during the Fee Period by task.
6 c. Exhibit F-3 is the detailed time entries for the Fee Period.
7

8 7. Matter G: Counseling re: Issues related to VEBA

- 9 a. Exhibit G-1 is the name of each professional who performed services for the
10 Debtors in connection with these Chapter 11 cases during the Fee Period and the
11 hourly rate and total fees for each professional.
12 b. Exhibit G-2 is a summary of hours during the Fee Period by task.
13 c. Exhibit G-3 is the detailed time entries for the Fee Period.
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17 In accordance with the Interim Compensation Procedures Order, responses or objections to this
18 Monthly Statement, if any, must be filed and served on or before the 21st day (or the next
19 business day if such day is not a business day) following the date the Monthly Statement is
20 served with this Court (the “Objection Deadline”).
21

22 Upon expiration of the Objection Deadline, the Applicant shall file a certificate of no
23 objection with the Court, after which the Debtors are authorized and directed to pay the
24 Applicant an amount equal to 80% of the fees and 100% of the expenses requested in this
25 Monthly Statement. If an objection is properly filed, the Debtors shall be authorized and
26 directed to pay the Applicant 80% of the requested fees and 100% of the requested expenses that
27 are not subject to an objection.
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2 Dated: July 24, 2020

GROOM LAW GROUP, CHARTERED

3 By: /s/ Katherine B. Kohn
4 *Special Counsel for Debtors and*
5 *Debtors in Possession*
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Notice Parties

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c/o Pacific Gas & Electric Company
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EXHIBIT A-1

COMPENSATION BY PROFESSIONAL
APRIL 1, 2020, THROUGH MAY 31, 2020

The attorneys and paraprofessionals who rendered professional services to one or more of the Debtors relating to the Defined Benefit Plan during the Fee Period are:

Names of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
James Cole II	1996	\$751.00	0.30	\$225.30
David Levine	1998	\$860.00	3.70	\$3,182.00
Lou Mazawey	1975	\$1,055.00	0.30	\$316.50
Rosie Zaklad	2006	\$732.00	0.50	\$366.00
<i>Total Partners and Counsel</i>			<i>4.80</i>	<i>\$4,089.80</i>

Names of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
David Ashner	2014	\$556.00	1.40	\$778.40
Michael Cook	2017	\$413.00	0.60	\$247.80
<i>Total Associates</i>			<i>2.00</i>	<i>\$1,026.20</i>

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$852.04	<i>4.80</i>	<i>\$4,089.80</i>
Associates	\$513.10	<i>2.00</i>	<i>\$1,026.20</i>
Blended Attorney Rate	\$752.35		
<i>Total Fees Incurred</i>		<i>6.80</i>	<i>\$5,116.00</i>

EXHIBIT A-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	<i>6.80</i>	<i>\$5,116.00</i>

EXHIBIT A-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
5/6/2020	ASHNER	0.30	C200	Review/analyze Principal comments re: service continuity agreement.	\$166.80
5/11/2020	ASHNER	0.20	C200	Review/analyze issues re: Principal service continuity agreement.	\$111.20
5/13/2020	ASHNER	0.20	C200	Follow-up re: WF service continuity agreement.	\$111.20
5/20/2020	ASHNER	0.20	C200	Emails re: liability language in service continuity agreement following call with client and Principal.	\$111.20
5/20/2020	ASHNER	0.50	C200	Call with client and Principal to discuss Service Continuity Agreement and related issues.	\$278.00
5/1/2020	COLE II	0.30	C200	Review and analyze insurance issues.	\$225.30
5/12/2020	COOK	0.60	C200	Internal call regarding contractor status of officer and follow-up review of client summary email after call.	\$247.80
5/6/2020	LEVINE	0.30	C200	Review continuation of benefits question.	\$258.00
5/7/2020	LEVINE	0.30	C200	Review and follow-up on payroll questions.	\$258.00
5/8/2020	LEVINE	0.20	C200	Tax reporting follow-up.	\$172.00
5/8/2020	LEVINE	0.40	C200	Follow-up on officer question.	\$344.00
5/9/2020	LEVINE	0.20	C200	Post-death reporting follow-up.	\$172.00
5/11/2020	LEVINE	0.20	C200	Follow-up on transition issues from bankruptcy.	\$172.00
5/12/2020	LEVINE	1.30	C200	Review eligibility question with F. Chang, R. Reilly and follow-up from call.	\$1,118.00
5/13/2020	LEVINE	0.40	C200	Employment eligibility question follow-up.	\$344.00
5/20/2020	LEVINE	0.40	C200	Review for and follow-up re: Principal transition.	\$344.00

5/8/2020	MAZAWAY	0.30	C200	Review JRZ and DNL emails re: contract CEO issues.	\$316.50
5/12/2020	ZAKLAD	0.50	C200	Analyze classification of officer for purposes of ERISA plan.	\$366.00
GRAND TOTAL					\$5,116.00

EXHIBIT B-1

COMPENSATION BY PROFESSIONAL
APRIL 1, 2020, THROUGH MAY 31, 2020

The attorneys and paraprofessionals who rendered professional services to one or both of the Debtors relating to the Debtors' Defined Contribution Plan ("RSP") during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Allison Itami	2009	\$713.00	7.50	\$5,347.50
Michael Del Conte	2008	\$713.00	0.20	\$142.60
David Levine	1998	\$860.00	5.50	\$4,730.00
Alexander Ryan	2001	\$732.00	2.20	\$1,610.40

Names of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
David Ashner	2014	\$556.00	2.50	\$1,390.00
Stacey Bradford	1996	\$637.00	10.70	\$6,815.90
Michael Cook	2017	\$413.00	2.20	\$908.60
Arsalan Malik	2015	\$504.00	9.30	\$4,687.20

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$768.21	15.40	\$11,830.50
Associates	\$558.77	24.70	\$13,801.70
Blended Attorney Rate	\$639.20		
<i>Total Fees Incurred</i>		<i>40.10</i>	<i>\$25,632.20</i>

EXHIBIT B-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING THE FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	<i>40.10</i>	<i>\$25,632.20</i>

EXHIBIT B-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
4/1/2020	ASHNER	0.20	C200	Review/analyze Fidelity/CARES Act issues and authority question.	\$111.20
4/7/2020	ASHNER	0.20	C200	Review/analyze Fidelity CARES Act reporting.	\$111.20
4/13/2020	ASHNER	0.30	C200	Analyze issues re: DC trust issues.	\$166.80
4/13/2020	ASHNER	0.60	C200	Review/analyze issues re: POR voting.	\$333.60
4/21/2020	ASHNER	0.20	C200	Review/analyze Fidelity agreement and amendments.	\$111.20
4/1/2020	BRADFORD	0.80	C200	Review summary of CARES Act provisions for EBC.	\$509.60
4/1/2020	BRADFORD	0.50	C200	Review emails regarding implementation of CARES Act provisions.	\$318.50
4/7/2020	BRADFORD	0.20	C200	Review Covered Compensation definition for 10% field premium.	\$127.40
4/10/2020	BRADFORD	0.70	C200	Review Fidelity materials regarding revised procedures during pandemic.	\$445.90
4/13/2020	BRADFORD	1.20	C200	Review emails regarding digital notary services.	\$764.40
4/13/2020	BRADFORD	1.20	C200	Review and analyze additional information regarding Fidelity process for distributing COVID-19 distributions and notary issues.	\$764.40
4/14/2020	BRADFORD	4.10	C200	Draft working copies.	\$2,611.70
4/14/2020	BRADFORD	0.30	C200	Review Fidelity information regarding opting into CARES Act loans.	\$191.10
4/15/2020	BRADFORD	0.30	C200	Review Fidelity proposal for CARES Act withdrawals and loans procedures.	\$191.10

1	4/15/2020	BRADFORD	0.10	C200	Email client regarding Fidelity's procedures for CARES Act withdrawals and loans.	\$63.70
2	4/16/2020	BRADFORD	0.80	C200	Review Fidelity CARES Act loan procedures and questions from client.	\$509.60
3	4/24/2020	BRADFORD	0.10	C200	Review information from Fidelity regarding loan repayment suspensions for CARES Act loans.	\$63.70
4	4/30/2020	BRADFORD	0.10	C200	Review additional information regarding transfers between RSPs.	\$63.70
5	4/24/2020	COOK	0.80	C200	Prep for and call with client regarding Fidelity loan considerations under CARES Act.	\$330.40
6	4/15/2020	DEL CONTE	0.20	C200	Discuss QIB/QP representations with APR.	\$142.60
7	4/3/2020	ITAMI	2.40	C200	Review options for COVID related distribution documentation and process.	\$1,711.20
8	4/10/2020	ITAMI	2.00	C200	Review retirement plan administration for CARES Act provisions.	\$1,426.00
9	4/16/2020	ITAMI	2.00	C200	Advise regarding the CARES Act provisions for participant directed plans.	\$1,426.00
10	4/17/2020	ITAMI	0.80	C200	Review CARES Act plan provisions for loans and distributions.	\$570.40
11	4/1/2020	LEVINE	0.70	C200	CARES Act implementation follow-up.	\$602.00
12	4/6/2020	LEVINE	0.20	C200	Review and follow-up re: notarization question.	\$172.00
13	4/7/2020	LEVINE	0.30	C200	Review and follow-up on notarization question.	\$258.00
14	4/12/2020	LEVINE	0.30	C200	Review Fidelity CARES implementation responses.	\$258.00
15	4/13/2020	LEVINE	0.20	C200	CARES Act implementation follow-up.	\$172.00
16	4/15/2020	LEVINE	0.20	C200	Review Fidelity CARES Act implementation items.	\$172.00

1	4/17/2020	LEVINE	0.20	C200	CARES Act implementation questions follow-up.	\$172.00
2	4/24/2020	LEVINE	0.50	C200	Follow-up on CARES loan items.	\$430.00
3	4/28/2020	LEVINE	0.30	C200	Follow-up on CARES loan suspension.	\$258.00
4	4/30/2020	LEVINE	0.40	C200	Review plan-to-plan transfer materials.	\$344.00
5	4/10/2020	MALIK	1.50	C200	Review/analyze Fidelity trust agreement re: trustee authority in litigation involving trust assets.	\$756.00
6	4/13/2020	MALIK	3.50	C200	Review/analyze trust agreement provisions re: proof of claim filing and shareholder rights.	\$1,764.00
7	4/30/2020	MALIK	0.80	C200	Review/analyze DC plan documents and amendments.	\$403.20
8	4/14/2020	RYAN	0.10	C200	Emails with T. Huntley re: State Street's comments on participation agreement.	\$73.20
9	4/15/2020	RYAN	1.00	C200	Review State Street's comments on and revisions to participation agreement.	\$732.00
10	4/15/2020	RYAN	0.20	C200	Emails with PG&E representatives regarding State Street's comments on participation agreement.	\$146.40
11	4/15/2020	RYAN	0.90	C200	Prepare for and participate in call with State Street regarding participation agreement.	\$658.80
12	5/13/2020	ASHNER	1.00	C200	Review and revise draft 9th amendment to Fidelity recordkeeping agreement re: IF exercising rights on company stock, and related follow-up.	\$556.00
13	5/26/2020	BRADFORD	0.10	C200	Review correspondence from Fidelity regarding claims procedure Summary of Material Modification issued to participants.	\$63.70

5/27/2020	BRADFORD	0.20	C200	Review and analyze questions regarding treatment of back pay awards for contribution purposes.	\$127.40
5/11/2020	COOK	0.40	C200	Review and draft summary response regarding plan to plan transfer amendment.	\$165.20
5/14/2020	COOK	1.00	C200	Review and draft summary response regarding plan to plan transfer amendment.	\$413.00
5/1/2020	ITAMI	0.30	C200	Review J&J decision write-up regarding stock drop case.	\$213.90
5/1/2020	LEVINE	0.30	C200	Follow-up on company stock case write-up.	\$258.00
5/4/2020	LEVINE	0.20	C200	SMM follow-up.	\$172.00
5/5/2020	LEVINE	0.20	C200	SMM follow-up.	\$172.00
5/6/2020	LEVINE	0.20	C200	Review final voting materials.	\$172.00
5/18/2020	LEVINE	0.50	C200	Review and follow-up re: 10-K.	\$430.00
5/19/2020	LEVINE	0.50	C200	Review post-emergency stock items and Fidelity product question.	\$430.00
5/20/2020	LEVINE	0.30	C200	Follow-up on post-emergency claims.	\$258.00
5/1/2020	MALIK	1.50	C200	Review/analyze J&J stock drop decision and draft summary for client.	\$756.00
5/4/2020	MALIK	2.00	C200	Review/analyze RSP and RSP-U plan documents and prepare complete plan document set.	\$1,008.00
GRAND TOTAL					25,632.20

EXHIBIT C-1

COMPENSATION BY PROFESSIONAL
APRIL 1, 2020, THROUGH MAY 31, 2020

The attorneys and paraprofessionals who rendered professional services to one or both of the Debtors related to Health and Welfare Plans during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
David Levine	1998	\$860.00	3.40	\$2,924.00
Katie Amin	2009	\$713.00	0.50	\$356.50
Michael Junk	2001	\$812.00	0.90	\$730.80
Christine Keller	1996	\$812.00	0.60	\$487.20
Mark Nielsen	1997	\$812.00	1.00	\$812.00
Malcolm Slee	2000	\$751.00	0.90	\$675.90
Christy Tinnes	1998	\$812.00	1.40	\$1,136.80
Allison Ullman	2008	\$755.00	5.60	\$4,228.00
Brigen Winters	1994	\$860.00	1.10	\$946.00
Joel Wood	2009	\$713.00	0.60	\$427.80

Names of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Hoffmann-Richards	2007	\$504.00	10.70	\$5,392.80
Arsalan Malik	2015	\$504.00	2.00	\$1,008.00
Nancy McTyre (Legal Consultant)	2010	\$675.00	6.50	\$4,387.50

Name of Paraprofessionals	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Amy Latalladi-Fulton	--	\$328.00	4.80	\$1,574.40

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$795.31	16.00	\$12,725.00
Associates	\$561.89	19.20	\$10,788.30
Paraprofessionals	\$328.00	4.80	\$1,574.40
Blended Attorney Rate	\$667.99		
<i>Total Fees Incurred</i>		40.00	\$25,087.70

EXHIBIT C-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED DURING THE FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	40.00	\$25,087.70

EXHIBIT C-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
4/2/2020	AMIN	0.10	C200	Review email re: DOL regulations on paid leave.	\$71.30
4/7/2020	AMIN	0.40	C200	Analyze question re: COBRA notice.	\$285.20
4/10/2020	HOFFMANN-RICHARDS	3.50	C200	Research COBRA rules 104(b)(4) and provide list of questions regarding D.T.	\$1,764.00
4/13/2020	HOFFMANN-RICHARDS	2.00	C200	D.T. COBRA appeal review and research.	\$1,008.00
4/20/2020	HOFFMANN-RICHARDS	1.40	C200	Research case law for D.T. COBRA issue.	\$705.60
4/23/2020	HOFFMANN-RICHARDS	2.50	C200	Research and draft attorney response re: D.T.'s COBRA election notice.	\$1,260.00
4/28/2020	HOFFMANN-RICHARDS	0.80	C200	Draft note re: D.T. Letter.	\$403.20
4/21/2020	JUNK	0.40	C200	Review correspondence re: COBRA issues and advise re: same.	\$324.80
4/28/2020	JUNK	0.50	C200	Draft partial response to threatened litigation, with reference to Rule 11 issues.	\$406.00
4/13/2020	KELLER	0.30	C200	Review issues re: COBRA election notice and request for documents.	\$243.60
4/14/2020	KELLER	0.30	C200	Analyze issues re: COBRA election notice and ERISA section 503.	\$243.60
4/27/2020	LATALLADI-FULTON	4.80	C200	Research law re COBRA notices provided to counsel.	\$1,574.40
4/1/2020	LEVINE	0.20	C200	D.T. follow-up.	\$172.00
4/1/2020	LEVINE	0.20	C200	D.T. follow-up.	\$172.00

1	4/3/2020	LEVINE	0.20	C200	D.T. follow-up.	\$172.00
2	4/6/2020	LEVINE	0.30	C200	D.T. COBRA follow-up.	\$258.00
3	4/8/2020	LEVINE	0.20	C200	Review and revise re: COBRA inquiry letter.	\$172.00
4	4/10/2020	LEVINE	0.30	C200	D.T. COBRA follow-up.	\$258.00
5	4/13/2020	LEVINE	0.20	C200	D.T. follow-up.	\$172.00
6	4/14/2020	LEVINE	0.50	C200	COBRA claim follow-up.	\$430.00
7	4/20/2020	LEVINE	0.30	C200	Follow-up on COBRA matter.	\$258.00
8	4/21/2020	LEVINE	0.20	C200	Follow-up on COBRA notice inquiry.	\$172.00
9	4/23/2020	LEVINE	0.20	C200	Follow-up on COBRA items.	\$172.00
10	4/28/2020	LEVINE	0.20	C200	Follow-up on D.T. response to counsel.	\$172.00
11	4/29/2020	LEVINE	0.20	C200	Follow-up re: COBRA inquiry.	\$172.00
12	4/15/2020	MALIK	2.00	C200	Review/analyze retirement medical trust agreements re: authority to direct trustee.	\$1,008.00
13	4/1/2020	MCTYRE	0.20	C200	Analyze D.T. document request.	\$135.00
14	4/2/2020	MCTYRE	0.30	C200	Analyze D.T. document request.	\$202.50
15	4/4/2020	MCTYRE	1.70	C200	Analyze issues re: D.T. document request for COBRA notice.	\$1,147.50
16	4/5/2020	MCTYRE	0.80	C200	Analyze case law re: D.T. document request for COBRA notice.	\$540.00
17	4/6/2020	MCTYRE	0.10	C200	Analyze case law re: D.T. document request for COBRA notice.	\$67.50
18	4/7/2020	MCTYRE	0.30	C200	Analyze D.T. document request for COBRA notice.	\$202.50
19	4/8/2020	MCTYRE	0.60	C200	Revise draft response to attorney re: D.T. document request.	\$405.00

4/9/2020	MCTYRE	0.80	C200	Revise draft response to attorney re: D.T. document request.	\$540.00
4/10/2020	MCTYRE	0.20	C200	Analyze D.T. document request.	\$135.00
4/11/2020	MCTYRE	0.20	C200	Analyze D.T. document request.	\$135.00
4/11/2020	MCTYRE	0.50	C200	Draft cover memo for M.R. appeal.	\$337.50
4/13/2020	MCTYRE	0.20	C200	Analyze D.T. document request for COBRA notice.	\$135.00
4/18/2020	MCTYRE	0.10	C200	Analyze D.T. document request.	\$67.50
4/20/2020	MCTYRE	0.20	C200	Analyze D.T. document request.	\$135.00
4/21/2020	MCTYRE	0.30	C200	Analyze D.T. document request.	\$202.5
4/21/2020	NIELSEN	1.00	C200	Analyze issues re: threatened COBRA lawsuit and alleged damages/issues with respect to same.	\$812.00
4/7/2020	SLEE	0.30	C200	Research regarding issues relating to request for COBRA notice and obligation under ERISA to provide.	\$225.30
4/7/2020	SLEE	0.60	C200	Emails regarding issues relating to request for COBRA notice and obligation under ERISA to provide.	\$450.60
4/13/2020	TINNES	0.30	C200	Review issues re COBRA notice / 104(b).	\$243.60
4/14/2020	TINNES	0.30	C200	Review requirement to provide COBRA notice upon request.	\$243.60
4/14/2020	TINNES	0.30	C200	Review issues re requirement to provide COBRA notice upon request.	\$243.60
4/14/2020	TINNES	0.50	C200	Review issues re requirement to provide	\$406.00

				COBRA notice upon request.	
4/1/2020	ULLMAN	0.30	C200	Review D.T. matter.	\$226.50
4/2/2020	ULLMAN	0.60	C200	Review status of outstanding projects.	\$453.00
4/5/2020	ULLMAN	0.10	C200	Review D.T. matter.	\$75.50
4/6/2020	ULLMAN	0.20	C200	Review/analysis re: D.T. matter.	\$151.00
4/7/2020	ULLMAN	0.30	C200	Review/analysis re: D.T. matter.	\$226.50
4/8/2020	ULLMAN	0.10	C200	Follow-up work re: D.T.	\$75.50
4/10/2020	ULLMAN	0.3	C200	Review/analysis re: C.O. document request.	\$226.50
4/10/2020	ULLMAN	0.40	C200	Review/analysis re: D.T. matter.	\$302.00
4/11/2020	ULLMAN	0.10	C200	Work re: D.T. matter.	\$75.50
4/13/2020	ULLMAN	0.90	C200	Review/analysis re: D.T. follow-up.	\$679.50
4/14/2020	ULLMAN	0.30	C200	Review/analysis re: D.T. document request.	\$226.50
4/20/2020	ULLMAN	0.30	C200	Follow up on D.T. matter.	\$226.50
4/21/2020	ULLMAN	0.30	C200	Review/analysis re: D.T. matter.	\$226.50
4/23/2020	ULLMAN	0.20	C200	Follow-up work re: D.T. matter.	\$151.00
4/24/2020	ULLMAN	0.70	C200	Review draft correspondence to attorney re: D.T.	\$528.5
4/28/2020	ULLMAN	0.10	C200	Follow-up work on D.T. matter.	\$75.50
4/29/2020	ULLMAN	0.20	C200	Review/analysis re: D.T. matter.	\$151.00
4/1/2020	WINTERS	0.30	C200	Review issues re: questions from P. Simpkins, R. Reilly re: employer determination under FMLA and FLSA rules.	\$258.00
4/2/2020	WINTERS	0.80	C200	Email to P. Simpkins, R. Reilly re: change to DOL FAQs, proposed rules on employer	\$688.00

				determination under FMLA and FLSA rules.	
4/13/2020	WOOD	0.20	C200	Review and analyze correspondence and questions regarding provision of COBRA election notice to former employee's attorney.	\$142.60
4/13/2020	WOOD	0.10	C200	Review issues regarding COBRA requirements.	\$71.30
4/13/2020	WOOD	0.30	C200	Draft correspondence and analysis regarding COBRA issue.	\$213.90
5/6/2020	HOFFMANN-RICHARDS	0.50	C200	D.T. COBRA appeal.	\$252.00
5/6/2020	LEVINE	0.20	C200	D.T. review and follow-up.	\$172.00
5/6/2020	ULLMAN	0.20	C200	Review developments re: D.T.	\$151.00
GRAND TOTAL					\$25,087.70

EXHIBIT D-1

COMPENSATION BY PROFESSIONAL
APRIL 1, 2020, THROUGH MAY 31, 2020

The attorneys and paraprofessionals who rendered professional services to the Debtors in connection with benefits issues related to bankruptcy (2018 Wildfires) during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Allie Itami	2009	\$713	71.20	\$50,765.60
James Cole II	1996	\$751.00	0.70	\$525.70
Michael Del Conte	2008	\$713.00	0.10	\$71.30
Katherine Kohn	2009	\$708	21.20	\$15,009.60
Edward Meehan	1985	\$1,021.00	3.00	\$3,063.00
David Levine	1998	\$860	78.90	\$67,854.00
Mark Lofgren	1998	\$898.00	1.30	\$1,167.40
David Powell	1982	\$931	0.30	\$279.30
Andree St. Martin	1983	\$998.00	1.50	\$1,497.00
Kevin Walsh	2009	\$708	9.80	\$6,938.40

Names of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Scott Mayland	2014	\$556.00	8.50	\$4,726.00
Stacey Bradford	1996	\$637.00	1.50	\$955.50
Arsalan Malik	2015	\$504.00	2.20	\$1,108.80
Ross McSweeney	2012	\$637.00	4.50	\$2,866.50
Charles Filips	2017	\$413.00	7.20	\$2,973.60
Anthony Onuoha	2019	\$413.00	8.50	\$3,510.50

Names of Paraprofessionals	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Andi Shahinllari	--	\$214.00	8.20	\$1,754.80

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$782.82	188.00	\$147,171.30
Associates	\$498.17	32.40	\$16,140.90
Paraprofessionals	\$214.00	8.20	\$1,754.80
Blended Attorney Rate	\$740.98		
<i>Total Fees Incurred</i>		<i>228.60</i>	<i>\$165,067.00</i>

EXHIBIT D-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING THE FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	<i>228.60</i>	<i>\$165,067.00</i>

EXHIBIT D-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
4/30/2020	COLE II	0.70	C200	Review and analyze insurance issues.	\$525.7
4/17/2020	DEL CONTE	0.10	C200	Respond to question re pass through voting.	\$71.30
4/2/2020	ITAMI	0.80	C200	Review status of governance and stock rights projects.	\$570.40
4/7/2020	ITAMI	1.40	C200	Review status of plan of reorganization.	\$998.20
4/8/2020	ITAMI	1.00	C200	Prepare for and participate in POR call with in-house counsel.	\$713.00
4/8/2020	ITAMI	1.50	C200	Prepare for and participate in POR call with C.G.	\$1,069.50
4/9/2020	ITAMI	3.00	C200	Analyze bankruptcy rights offering issues.	\$2,139.00
4/10/2020	ITAMI	2.00	C200	Analyze issues re: securities lawsuit and bankruptcy claim filing.	\$1,426.00
4/13/2020	ITAMI	3.50	C200	Negotiate independent fiduciary coverage for plan of reorganization and securities litigation items for plan held stock.	\$2,495.50
4/14/2020	ITAMI	3.50	C200	Draft documents and consents needed to address plan of reorganization and potential rights offering.	\$2,495.50
4/15/2020	ITAMI	4.00	C200	Analyze securities litigation and bankruptcy claim filing implementation and coordination with independent fiduciary.	\$2,852.00
4/17/2020	ITAMI	2.00	C200	Analyze issues re: plan of reorganization pass-through.	\$1,426.00

1	4/20/2020	ITAMI	3.50	C200	POR discussion before the call with Fidelity and review solicitation materials sent by Schwab.	\$2,495.50
2						
3						
4	4/21/2020	ITAMI	2.50	C200	Review feasibility and mechanics of pass-through voting.	\$1,782.50
5						
6	4/21/2020	ITAMI	0.50	C200	POR discussion with Fidelity.	\$356.50
7	4/22/2020	ITAMI	1.00	C200	Prime Clerk POR ballot pass-through.	\$713.00
8						
9	4/22/2020	ITAMI	2.50	C200	Analyze POR possibility and options.	\$1,782.50
10	4/23/2020	ITAMI	3.80	C200	POR discussion with Fidelity and Prime Clerk for pass-through options.	\$2,709.40
11						
12	4/24/2020	ITAMI	0.50	C200	Discuss POR vote with Gallagher.	\$356.50
13	4/24/2020	ITAMI	3.00	C200	POR vote call with Prime Clerk and prepare cover email language.	\$2,139.00
14						
15	4/27/2020	ITAMI	1.50	C200	Prepare revisions to Gallagher engagement agreement.	\$1,069.50
16						
17	4/27/2020	ITAMI	3.00	C200	Plan of reorganization vote pass-through coordination.	\$2,139.00
18						
19	4/29/2020	ITAMI	1.50	C200	Review communications from Fidelity regarding POR vote.	\$1,069.50
20						
21	4/30/2020	ITAMI	1.50	C200	Review impact of POR claims release.	\$1,069.50
22						
23	4/2/2020	KOHN	0.50	C200	Analyze open bankruptcy issues.	\$354.00
24	4/6/2020	KOHN	1.00	C200	Review/analyze PBGC correspondence and potential claims.	\$708.00
25						
26	4/7/2020	KOHN	0.10	C200	Analyze fee application issues.	\$70.80
27	4/9/2020	KOHN	0.10	C200	Analyze issues regarding UST issues with fee application.	\$70.80
28						
	4/10/2020	KOHN	0.30	C200	Call with client regarding open benefits issues.	\$212.40

1	4/13/2020	KOHN	0.10	C200	Finalize and send memo regarding pension plan scenarios to R. Reilly.	\$70.80
2						
3	4/17/2020	KOHN	0.20	C200	Attend weekly benefits call.	\$141.60
4	4/20/2020	KOHN	0.90	C200	Analyze entries in preparation for fee application.	\$637.20
5						
6	4/23/2020	KOHN	0.30	C200	Call with R. Reilly and T. Huntley re: PBGC and follow-up re: same.	\$212.40
7						
8	4/23/2020	KOHN	0.20	C200	Analyze issue re: PBGC requests/communications.	\$141.60
9						
10	4/24/2020	KOHN	0.30	C200	Attend benefits call with client.	\$212.40
11	4/24/2020	KOHN	0.20	C200	Review PBGC communications.	\$141.60
12						
13	4/27/2020	KOHN	0.50	C200	Analyze ERISA provisions of draft credit agreement.	\$354.00
14						
15	4/28/2020	KOHN	0.20	C200	Analyze draft credit agreement.	\$141.60
16	4/28/2020	KOHN	0.70	C200	Analyze issues re: PBGC requests and possible response.	\$495.60
17						
18	4/29/2020	KOHN	0.90	C200	Analyze issues re: PBGC action.	\$637.20
19	4/29/2020	KOHN	1.30	C200	Analyze issues re: PBGC requests and draft memo to client re: same.	920.40
20						
21	4/29/2020	KOHN	0.40	C200	Review and revise monthly fee application.	\$283.20
22						
23	4/30/2020	KOHN	0.20	C200	Analyze edits from Davis Polk to credit agreement.	\$141.6
24	4/30/2020	KOHN	0.80	C200	Call with client regarding PBGC and prepare for same.	\$566.40
25						
26	4/30/2020	KOHN	0.30	C200	Analyze issues re: PBGC requests.	\$212.40
27	4/2/2020	LEVINE	0.50	C200	Review reorganization items.	\$430.00
28	4/3/2020	LEVINE	0.70	C200	Review and follow-up re: restructuring items.	\$602.00
	4/5/2020	LEVINE	0.80	C200	Restructuring follow-up.	\$688.00

1	4/6/2020	LEVINE	0.80	C200	POR and PBGC items follow-up.	\$688.00
2	4/7/2020	LEVINE	0.50	C200	POR follow-up.	\$430.00
3	4/8/2020	LEVINE	2.60	C200	POR and rights offering follow-up.	\$2,236.00
4	4/9/2020	LEVINE	2.20	C200	Follow-up on POR implementation items and litigation impact.	\$1,892.00
5	4/10/2020	LEVINE	2.50	C200	Review company stock POR and bankruptcy items and follow-up with client.	\$2,150.00
6	4/12/2020	LEVINE	1.00	C200	Review restructuring questions.	\$860.00
7	4/12/2020	LEVINE	1.50	C200	Analyze company stock and claims item and POR follow-up.	\$1,290.00
8	4/13/2020	LEVINE	0.60	C200	Call with Gallagher.	\$516.00
9	4/13/2020	LEVINE	0.90	C200	Follow-up on plan stock holdings.	\$774.00
10	4/13/2020	LEVINE	2.20	C200	POR and rights follow-up.	\$1,892.00
11	4/14/2020	LEVINE	0.50	C200	Call with client, Fidelity re: reorganization rights.	\$430.00
12	4/14/2020	LEVINE	1.50	C200	Follow-up analysis re: reorganization rights.	\$1,290.00
13	4/15/2020	LEVINE	1.30	C200	Review POC and follow-up with R. Reilly.	\$1,118.00
14	4/15/2020	LEVINE	2.30	C200	POC review item and follow-up calls and follow-up with team.	\$1,978.00
15	4/15/2020	LEVINE	2.30	C200	Review/analyze POR strategy.	\$1,978.00
16	4/16/2020	LEVINE	0.40	C200	Continue analysis of POR implementation items.	\$344.00
17	4/16/2020	LEVINE	0.30	C200	Follow-up on bankruptcy billing process.	\$258.00
18	4/16/2020	LEVINE	0.80	C200	Follow-up on PBGC talking points.	\$688.00
19	4/17/2020	LEVINE	2.70	C200	Analysis of POR and PBGC items.	\$2,322.00
20	4/19/2020	LEVINE	0.80	C200	Review and follow-up on POR implementation items.	\$688.00
21	4/20/2020	LEVINE	2.30	C200	Follow-up on POR/stock rights follow-up.	\$1,978.00

1	4/21/2020	LEVINE	2.40	C200	Review POR/Rights matters and calls with Fidelity, client.	\$2,064.00
2						
3	4/22/2020	LEVINE	2.50	C200	POR process follow-up and call with Cravath.	\$2,150.00
4	4/23/2020	LEVINE	0.80	C200	Follow-up on pension funding matters.	\$688.00
5						
6	4/23/2020	LEVINE	1.50	C200	Review and follow-up on POR items and stock rights process.	\$1,290.00
7						
8	4/24/2020	LEVINE	2.00	C200	Follow-up on POR/rights and other items and calls with client, with Gallagher.	\$1,720.00
9						
10	4/25/2020	LEVINE	0.30	C200	Review proxy communication.	\$258.00
11						
12	4/27/2020	LEVINE	2.00	C200	Analyze voting items and Gallagher agreement and review with client.	\$1,720.00
13						
14	4/28/2020	LEVINE	0.70	C200	Review and comment on revolver agreement.	\$602.00
15	4/28/2020	LEVINE	0.70	C200	Voting follow-up.	\$602.00
16	4/29/2020	LEVINE	1.00	C200	Review / analyze emergency and PBGC strategy.	\$860.00
17						
18	4/30/2020	LEVINE	1.40	C200	Review post-emergency insurance questions.	\$1,204.00
19	4/30/2020	LEVINE	0.80	C200	Review securities lawsuit impact and voting items.	\$688.00
20	4/30/2020	LEVINE	1.10	C200	Review for and PBGC strategy call and review from call.	\$946.00
21						
22	4/30/2020	MALIK	2.00	C200	Review/analyze re: company stock litigation and draft summary of issues for client re: same.	\$1,008.00
23						
24	4/8/2020	MAYLAND	2.70	C200	Analyze issues re: bankruptcy claims.	\$1,501.20
25	4/9/2020	MAYLAND	4.90	C200	Analyze fiduciary considerations re filing proof of claim.	\$2,724.40
26						
27	4/10/2020	MAYLAND	0.90	C200	Review documents re securities class action proof of claim.	\$500.40
28						

1	4/9/2020	MCSWEENEY	1.50	C200	Review and respond to US Trustee's comments on interim fee application.	\$955.50
2						
3	4/28/2020	MCSWEENEY	1.30	C200	Draft fifth monthly fee application.	\$828.10
4	4/29/2020	MCSWEENEY	1.70	C200	Draft fifth monthly fee application.	\$1,082.90
5						
6	4/13/2020	ONUOHA	2.30	C200	Research re: voting rights of unitized company stock fund.	\$949.90
7						
8	4/13/2020	ONUOHA	0.10	C200	Analyze issues re: voting rights in bankruptcy.	\$41.30
9	4/14/2020	ONUOHA	2.00	C200	Analyze issues re: voting rights of unitized company stock fund.	\$826.00
10						
11	4/22/2020	ONUOHA	0.10	C200	Analyze issues re: pass-through voting solicitation process.	\$41.30
12						
13	4/22/2020	ONUOHA	4.00	C200	Research re: pass-through voting solicitation process.	\$1,652.00
14						
15	4/17/2020	POWELL	0.30	C200	Draft, send email re: trustee voting in plan of reorganization.	\$279.30
16						
17	4/3/2020	SHAHINLLARI	0.40	C200	Emails to the Fee Examiner regarding the Interim Fee application.	\$85.60
18						
19	4/9/2020	SHAHINLLARI	0.60	C200	Communications with the Trustee regarding the First Interim Fee Application.	\$128.40
20						
21	4/16/2020	SHAHINLLARI	1.20	C200	Update and revise Exhibit C to the First Interim Fee Statement and discussion with the U.S. Trustee regarding same.	\$256.80
22						
23						
24	4/17/2020	SHAHINLLARI	0.10	C200	Filing Exhibit C with the Court.	\$21.40
25						
26	4/17/2020	SHAHINLLARI	0.50	C200	Update and revise Exhibit C to the First Interim Fee Statement.	\$107.00
27						
28	4/17/2020	SHAHINLLARI	0.20	C200	Email to the U.S. Trustee and the Fee Examiner.	\$42.80
	4/17/2020	ST. MARTIN	1.00	C200	Review proxy voting pass through requirements for employer securities.	\$998.00

1	4/20/2020	ST. MARTIN	0.50	C200	Review voting of shares in reorganization.	\$499.00
2	4/23/2020	WALSH	0.50	C200	Analyze re: use of executive orders.	\$354.00
3	4/24/2020	WALSH	1.30	C200	Analyze re: executive order offense.	\$920.40
4	4/29/2020	WALSH	0.80	C200	Analyze re: PBGC strategy.	\$566.40
5	4/30/2020	WALSH	0.80	C200	Analyze re: PBGC matter.	\$566.40
6	5/11/2020	BRADFORD	1.00	C200	Review draft letter to participants in non-qualified plans regarding status of distributions.	\$637.00
7	5/12/2020	BRADFORD	0.50	C200	Review draft response regarding when PG&E will cease being a Chapter 11 debtor.	\$318.50
8	5/11/2020	FILIPS	5.20	C200	Analyze issues regarding plan confirmation and Internal Revenue Code section 436(b).	\$2,147.60
9	5/12/2020	FILIPS	2.00	C200	Draft write-up regarding plan confirmation and Internal Revenue Code 436(b) issue.	\$826.00
10	5/1/2020	ITAMI	3.00	C200	Review mailing materials and options for claims and reorganization plan voting.	\$2,139.00
11	5/4/2020	ITAMI	1.00	C200	Work with Fidelity to pass through voting options for bankruptcy.	\$713.00
12	5/5/2020	ITAMI	1.50	C200	Provide direction on voting materials with Fidelity and review independent fiduciary engagement.	\$1,069.50
13	5/11/2020	ITAMI	2.50	C200	Review draft prospectus for potential rights offering.	\$1,782.50
14	5/11/2020	ITAMI	0.50	C200	Rights offering discussion with Cravath.	\$356.50
15	5/12/2020	ITAMI	2.50	C200	Review language for independent fiduciary voting.	\$1,782.50

1	5/13/2020	ITAMI	2.00	C200	Revise trust amendment language for bankruptcy rights.	\$1,426.00
2						
3	5/13/2020	ITAMI	2.00	C200	Review and negotiate communications regarding plan of reorganization vote.	\$1,426.00
4						
5						
6	5/14/2020	ITAMI	0.50	C200	Discuss rights offering with Fidelity.	\$356.50
7	5/14/2020	ITAMI	2.50	C200	Analyze the conditions of PTE 2003-39 for bankruptcy related stock rights offerings.	\$1,782.50
8						
9						
10	5/14/2020	ITAMI	1.00	C200	Review options for participants to vote without having received ballot.	\$713.00
11						
12						
13	5/15/2020	ITAMI	0.50	C200	Review rights offering options with PG&E team.	\$356.50
14	5/18/2020	ITAMI	3.00	C200	Work through pass-through possibilities with Fidelity.	\$2,139.00
15						
16	5/18/2020	ITAMI	0.40	C200	Call with Cravath regarding rights offering.	\$285.20
17	5/22/2020	ITAMI	0.50	C200	Call regarding stock right options.	\$356.50
18						
19	5/28/2020	ITAMI	0.30	C200	Check-in regarding potential rights offering.	\$213.90
20	5/1/2020	KOHN	0.50	C200	Attend weekly benefits call.	\$354.00
21	5/1/2020	KOHN	0.20	C200	Analyze issues re: draft fee application.	\$141.60
22						
23	5/4/2020	KOHN	0.10	C200	Analyze issues re participant claims.	\$70.80
24	5/8/2020	KOHN	0.50	C200	Attend weekly benefits call.	\$354.00
25						
26	5/11/2020	KOHN	0.20	C200	Analyze issues re: 436 restrictions.	\$141.60
27	5/12/2020	KOHN	2.60	C200	Analyze issues re: 436 restrictions and POR confirmation.	\$1,840.80
28	5/14/2020	KOHN	0.60	C200	Review entries for fee application.	\$424.80

1	5/15/2020	KOHN	0.30	C200	Review/analyze PBGC claims.	\$212.40
2	5/15/2020	KOHN	0.60	C200	Attend weekly advisors call.	\$424.80
3	5/15/2020	KOHN	0.10	C200	Analyze PBGC issues.	\$70.80
4	5/15/2020	KOHN	0.30	C200	Analyze time entries for April fee application.	\$212.40
5	5/19/2020	KOHN	2.80	C200	Analyze issues re: claims against nondebtor fiduciaries.	\$1,982.40
6	5/21/2020	KOHN	0.30	C200	Call with P. Wessel and DNL regarding bankruptcy benefits issues.	\$212.40
7	5/22/2020	KOHN	0.40	C200	Attend weekly benefits call with client.	\$283.20
8	5/22/2020	KOHN	0.30	C200	Analyze PBGC issues.	\$212.40
9	5/26/2020	KOHN	0.30	C200	Analyze PBGC confirmation issues and call with PBGC re: same.	\$212.40
10	5/26/2020	KOHN	0.40	C200	Analyze issues re: PBGC negotiations and confirmation issues.	\$283.20
11	5/27/2020	KOHN	0.40	C200	Analyze PBGC confirmation issues.	\$283.20
12	5/28/2020	KOHN	0.20	C200	Analyze PBGC issues and correspond with Weil re same.	\$141.60
13	5/28/2020	KOHN	0.60	C200	Call with R. Reilly and T. Huntley re PBGC issues.	\$424.80
14	5/1/2020	LEVINE	0.80	C200	Review and POR process follow-up.	\$688.00
15	5/1/2020	LEVINE	0.30	C200	Follow-up on post-emergence insurance.	\$258.00
16	5/1/2020	LEVINE	0.20	C200	Follow-up on billing matters.	\$172.00
17	5/1/2020	LEVINE	0.80	C200	Review and attention to open benefits items with client.	\$688.00
18	5/4/2020	LEVINE	2.40	C200	Review and follow-up re: POR and claims items.	\$2,064.00
19	5/4/2020	LEVINE	0.60	C200	Insurance follow-up.	\$516.00
20	5/5/2020	LEVINE	0.20	C200	Follow-up with Gallagher.	\$172.00
21	5/5/2020	LEVINE	0.30	C200	Provide comments on report on plan activities.	\$258.00

5/5/2020	LEVINE	1.10	C200	Bankruptcy claims items and voting follow-up on emergence.	\$946.00
5/6/2020	LEVINE	0.50	C200	Production and appeal follow-up with team.	\$430.00
5/6/2020	LEVINE	0.40	C200	Document production and insurance follow-up.	\$344.00
5/8/2020	LEVINE	0.30	C200	Counsel status call.	\$258.00
5/9/2020	LEVINE	0.50	C200	Rights follow-up.	\$430.00
5/10/2020	LEVINE	1.20	C200	Review rights offering materials.	\$1,032.00
5/11/2020	LEVINE	1.30	C200	Stock rights follow-up.	\$1,118.00
5/11/2020	LEVINE	0.30	C200	Review back pay on benefit payment letters and emergence items.	\$258.00
5/11/2020	LEVINE	0.50	C200	Claims processing follow-up with client.	\$430.00
5/11/2020	LEVINE	0.20	C200	Fidelity-POR amendment follow-up.	\$172.00
5/12/2020	LEVINE	0.50	C200	Stock rights implementation follow-up and review.	\$430.00
5/12/2020	LEVINE	0.30	C200	Follow-up on claimant NQ letters.	\$258.00
5/12/2020	LEVINE	0.20	C200	Review POR Gallagher ballot.	\$172.00
5/13/2020	LEVINE	1.10	C200	Stock rights follow-up and follow-up with Fidelity and review response.	\$946.00
5/13/2020	LEVINE	0.90	C200	Fidelity review and follow-up re: POR.	\$774.00
5/14/2020	LEVINE	0.50	C200	Revise amendment.	\$430.00
5/14/2020	LEVINE	0.30	C200	POR process follow-up.	\$258.00
5/14/2020	LEVINE	0.50	C200	Review Fidelity amendment items.	\$430.00
5/14/2020	LEVINE	1.30	C200	Follow-up on stock rights and strategy.	\$1,118.00
5/14/2020	LEVINE	0.30	C200	Review directive.	\$258.00
5/14/2020	LEVINE	0.40	C200	Review and follow-up re: PBGC options.	\$344.00
5/15/2020	LEVINE	0.80	C200	Weekly status call and follow-up.	\$688.00
5/15/2020	LEVINE	0.50	C200	Rights review and follow-up.	\$430.00

1	5/16/2020	LEVINE	0.20	C200	Follow-up on PBGC options.	\$172.00
2	5/17/2020	LEVINE	0.50	C200	POR and rights follow-up.	\$430.00
3	5/18/2020	LEVINE	0.50	C200	Call with Cravath.	\$430.00
4	5/18/2020	LEVINE	1.20	C200	Review rights materials and call with Fidelity.	\$1,032.00
5	5/18/2020	LEVINE	0.40	C200	PBGC strategy follow-up.	\$344.00
6	5/18/2020	LEVINE	0.20	C200	Review exit NQ communication.	\$172.00
7	5/18/2020	LEVINE	0.60	C200	Revise EBC update.	\$516.00
8	5/19/2020	LEVINE	0.70	C200	Follow-up on rights implementation.	\$602.00
9	5/20/2020	LEVINE	0.30	C200	Follow-up on company stock items internally, with P. Wessel.	\$258.00
10						
11	5/21/2020	LEVINE	0.20	C200	Rights review and follow-up.	\$172.00
12	5/21/2020	LEVINE	0.30	C200	Review and follow-up re: PBGC request.	\$258.00
13	5/21/2020	LEVINE	0.30	C200	Release follow-up with P. Wessel, KBK.	\$258.00
14	5/21/2020	LEVINE	0.30	C200	Release follow-up with P. Wessel, KBK.	\$258.00
15	5/22/2020	LEVINE	1.00	C200	Review and call with Gallagher re: stock rights.	\$860.00
16	5/22/2020	LEVINE	0.40	C200	Counsel status call.	\$344.00
17	5/22/2020	LEVINE	0.30	C200	PBGC follow-up and analysis.	258.00
18	5/26/2020	LEVINE	0.20	C200	Review SERP emergency items.	\$172.00
19	5/26/2020	LEVINE	0.30	C200	Follow-up on PBGC items.	\$258.00
20	5/27/2020	LEVINE	0.20	C200	Review PBGC position re: POR and voting.	\$172.00
21	5/27/2020	LEVINE	0.20	C200	Follow-up re: fee process.	\$172.00
22	5/28/2020	LEVINE	0.30	C200	Review stock rights status and next steps for implementation.	\$258.00
23						
24	5/28/2020	LEVINE	0.80	C200	Review PBGC bankruptcy hearing matters and follow-up / recommend re: process.	\$688.00
25						
26	5/29/2020	LEVINE	0.20	C200	Follow-up re: PBGC positioning and exit items.	\$172.00
27	5/29/2020	LEVINE	0.90	C200	Review re: impact of POR on claims re: benefit plans.	\$774.00
28						

1	5/11/2020	LOFGREN	0.50	C200	Analyze issues re timing of 436 restrictions.	\$449.00
2	5/19/2020	LOFGREN	0.80	C200	Review issues re: fiduciary lawsuits following bankruptcy.	\$718.40
3	5/29/2020	MALIK	0.20	C200	Review/analyze bankruptcy bar issues.	\$100.80
4	5/4/2020	MEEHAN	0.50	C200	Review process materials for analysis of bankruptcy claims.	\$510.50
5	5/4/2020	MEEHAN	0.40	C200	Strategy re: process for resolution of bankruptcy claims.	\$408.40
6	5/5/2020	MEEHAN	0.20	C200	Plan for claims review process.	\$204.20
7	5/11/2020	MEEHAN	1.20	C200	Further review and analysis of employee claims.	\$1,225.20
8	5/11/2020	MEEHAN	0.70	C200	Strategy re: potential objections to claim.	\$714.70
9	5/1/2020	SHAHINLLARI	2.60	C200	Draft and revise the Fifth consolidated fee statement for the period of January-February, 2020.	\$556.40
10	5/1/2020	SHAHINLLARI	0.20	C200	Filing the fee statement with the Court.	\$42.80
11	5/4/2020	SHAHINLLARI	0.70	C200	Revise and update the entries spreadsheet in preparation of the 5th Fee Application's Ledes files to be sent to the Fee Examiner.	\$149.80
12	5/6/2020	SHAHINLLARI	0.50	C200	Revise and update the 5th Fee Application's Ledes files.	\$107.00
13	5/6/2020	SHAHINLLARI	0.10	C200	Email Fee Application to Fee Examiner.	\$21.40
14	5/21/2020	SHAHINLLARI	0.80	C200	Prepare and file with the Court the Certificate of No Objection for the 5th Monthly Fee Statement.	\$171.20
15	5/27/2020	SHAHINLLARI	0.30	C200	Prepare and set up the call for hearing with the Court per KBK's request.	\$64.20

5/18/2020	WALSH	0.30	C200	Analyze re: fiduciary suit post emergence.	\$212.40
5/26/2020	WALSH	0.40	C200	Analyze May update on benefits issues related to R. Reilly and J. Redmond.	\$283.20
5/27/2020	WALSH	3.30	C200	Analyze May update report on benefits issues related to R. Reilly and J. Redmond.	\$2,336.40
5/29/2020	WALSH	2.10	C200	Analyze report on status of recent PG&E bankruptcy emergence activities.	\$1,486.80
TOTAL		228.60			
GRAND TOTAL					\$165,067.00

EXHIBIT E-1

COMPENSATION BY PROFESSIONAL
APRIL 1, 2020, THROUGH MAY 31, 2020

The attorneys and paraprofessionals who rendered professional services to the debtors relating to the Voluntary Disability Plan during the Fee Period are:

Names of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
David Levine	1998	\$860	0.40	\$344.00
Allison Ullman	2008	\$755	0.70	\$528.50
<i>Total Partners and Counsel</i>			<i>1.10</i>	<i>\$872.50</i>

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$793.18	<i>1.10</i>	<i>\$872.50</i>
<i>Total Fees Incurred</i>		<i>1.10</i>	<i>\$872.50</i>

EXHIBIT E-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	<i>1.10</i>	<i>\$872.50</i>

EXHIBIT E-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
5/18/2020	LEVINE	0.20	C200	Follow-up on plan amendments.	172.00
5/26/2020	LEVINE	0.20	C200	Review EDD updates.	172.00
5/18/2020	ULLMAN	0.30	C200	Review/analyze question re: VP amendment from R. Reilly.	226.50
5/26/2020	ULLMAN	0.20	C200	Emails with R. Reilly re: VP updates.	151.00
5/26/2020	ULLMAN	0.20	C200	Review emails from R. Reilly re: obtaining phone confirmation of VP certification.	151.00
GRAND TOTAL					\$872.50

EXHIBIT F-1

COMPENSATION BY PROFESSIONAL
APRIL 1, 2020, THROUGH MAY 31, 2020

The attorneys and paraprofessionals who rendered professional services to the Debtors in connection with benefits issues related to Executive Compensation during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Daniel Hogans	1993	\$836.00	0.60	\$501.60
Will Fogleman	2011	\$675.00	1.50	\$1,012.50

Names of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Stacey Bradford	1996	\$637.00	1.60	\$1,019.20

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$721.00	2.10	\$1,514.10
Associates	\$637.00	1.60	\$1,019.20
Blended Attorney Rate	\$684.67		
<i>Total Fees Incurred</i>		<i>3.70</i>	<i>\$2,533.30</i>

EXHIBIT F-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING THE FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	3.70	\$2,533.30

EXHIBIT F-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
5/12/2020	BRADFORD	1.60	C200	Review letters regarding nonqualified plan distributions, prospectus supplement, and confirmed Plan of Reorganization.	\$1,019.20
5/8/2020	FOGLEMAN	0.70	C200	Review nonqualified plan participant communications.	\$472.50
5/11/2020	FOGLEMAN	0.60	C200	Review communications re: nonqualified plan post-bankruptcy payments.	\$405.00
5/12/2020	FOGLEMAN	0.20	C200	Review nonqualified plan letters re: benefits post-bankruptcy.	\$135.00
5/29/2020	HOGANS	0.60	C200	Analysis and advice regarding deferred compensation tax compliance issues.	\$501.60
TOTAL		3.70			
GRAND TOTAL					\$2,533.30

EXHIBIT G-1

COMPENSATION BY PROFESSIONAL
APRIL 1, 2020, THROUGH MAY 31, 2020

The attorneys and paraprofessionals who rendered professional services to the Debtors in connection with benefits issues related to VEBA during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Katie Amin	2009	\$713.00	0.50	\$356.50
David Levine	1998	\$860.00	0.40	\$344.00

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$778.33	0.90	\$700.50
Blended Attorney Rate	\$778.33		
<i>Total Fees Incurred</i>		<i>0.90</i>	<i>\$700.50</i>

EXHIBIT G-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING THE FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	<i>0.90</i>	<i>\$700.50</i>

EXHIBIT G-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
5/27/2020	AMIN	0.10	C200	Review R. Reilly email re: VEBA funding.	\$71.30
5/29/2020	AMIN	0.40	C200	Review R. Reilly email re: VEBA funding.	\$285.20
5/28/2020	LEVINE	0.20	C200	VEBA asset usage follow-up.	\$172.00
5/29/2020	LEVINE	0.20	C200	VEBA funding follow-up.	\$172.00
TOTAL		0.90			
GRAND TOTAL					\$700.50